

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

Desc: Main
FILED
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CLERK
U.S. BANKRUPTCY
COURT - WDPA

IN RE:

BONNIE & CLYDE'S WEXFORD, INC., Bankruptcy No. 16-21380-GLT

Debtor.

Chapter 11

BONNIE & CLYDE'S WEXFORD, INC.,

Related to Dkt. Nos. 43, 47 and 78

Movant,

vs.

BRAD DRESSEN,
BLACKHAWK PINE RETAIL LLC,
COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF LABOR & INDUSTRY,
PENNSYLVANIA DEPARTMENT OF
REVENUE and THE INTERNAL REVENUE
SERVICE.

Respondents.

MODIFIED

**CONSENT ORDER OF COURT APPROVING BUSINESS BROKER AND
CONFIRMING SALE OF PROPERTY FREE AND CLEAR OF ALL LIENS,
CLAIMS and ENCUMBRANCES**

Upon consideration of the foregoing Consent Order of Court Approving Business Broker and Confirming Sale of Property Free and Clear of All Liens, Claims and Encumbrances, the Court finds as follows:

1. Ronald A. Sofranko of Sofranko Advisory Group, LLC is hereby appointed as Business Broker for the Debtor in this bankruptcy proceeding pursuant to the terms described in the Listing Agreement which was attached to the Application to Employ Business Broker filed at Doc. No. 43. A broker commission in the amount of 12% of the sale price is approved.

2. Pursuant to 11 U.S.C. Section 363(b) and (f), the Debtor has effectuated service of the Motion for Sale of Property Free and Clear of all Liens, Claims and Encumbrances (the Sale Motion) and the related Notice of Sale setting the hearing and response deadline upon the Respondents, all creditors and all other parties in interest as required by the applicable Bankruptcy Rules.

3. That said hearing was duly advertised in the Tribune Review on July 7, 2016 and in the Pittsburgh Legal Journal on July 7, 2016 as shown by the Proofs of Publication duly filed at Doc. Nos. 62 and 63, respectively, as well as filed on the Court's E.A.S.I. System.

4. The sale is in good faith in accordance with In re Abbotts Dairies of Pennsylvania, Inc., 788 F.2d 143 (3d Cir 1986).

5. This Court has resolved all responses and/or objections that were filed in regard to the Sale Motion in favor of the Sale and that at the sale hearing the highest/best offer received was that of the above Purchaser.

6. The matters considered by the Court at the hearing were "core" proceedings pursuant to 28 U.S.C. Section 157(b)(2) over which the Court has jurisdiction to enter a final Order.

7. The terms of the Sale are fair and reasonable and in the best interests of this Estate. Accordingly, it is hereby **ORDERED, ADJUDGED and DECREED** that pursuant to 11 U.S.C. Section 363(b) and (f), the Motion for Sale of Property Free and Clear of all Liens, Claims and Encumbrances regarding a sale of business assets from the Movant to Mero North, Inc., a Pennsylvania corporation, or its assigns, in the amount of \$217,760.00, be, and hereby is,

APPROVED under the terms and conditions set forth in the executed Agreement of Sale dated June 3, 2016 by and between Mero North, Inc., a Pennsylvania Corporation, or its assigns and the Debtor. Said sale is free and clear of any and all liens, claims and encumbrances, specifically those liens, charges, claims and/or encumbrances of the Respondents herein.

8. The liens, claims and encumbrances are hereby transferred to the proceeds of the sale, if and to the extent that they may be determined to be valid liens against the property sold in accordance with their validity and priority.

9. This sale is "as is", "where is". Closing will occur when this Order becomes final and non-appealable.

10. The Sale Confirmation Order survives any dismissal or conversion of the within case; and,

11. Closing of the sale must occur on or before September 15, 2016 and the proceeds of said sale will be distributed as follows:

- a) Ronald A. Sofranko, Broker Commission in the amount of \$26,131.20; and,
- b) Blackhawk Pine Retail LLC in the amount of \$191,628.80.

12. A report of sale shall be filed within seven days of the closing.

BONNIE & CLYDE'S WEXFORD, INC.
/s/ Robert O Lampl
Robert O Lampl

BLACKHAWK PINE RETAIL, LLC

David W. Ross
David W. Ross

BRAD DRESSEN

/s/ John A. Kincaid
John A. Kincaid

SO ORDERED AND APPROVED,

Dated: September 2, 2016



Gregory J. Taddonio cgt
United States Bankruptcy Court Judge

Movant shall serve a copy of this Order on respondent(s), their counsel, the Trustee and U.S. Trustee. Movant shall file a certificate of service within 3 days hereof.